

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION**

**SECURITIES AND EXCHANGE  
COMMISSION,**

**Plaintiff,**

**v.**

**JOHN J. WOODS, ET AL.,**

**Defendants,**

Civil Action No.  
1:21-cv-3413-SDG

**FOURTH APPLICATION FOR COMPENSATION TO  
GREAT NECK REALTY COMPANY OF NORTH CAROLINA, LLC,  
REAL ESTATE ADVISOR FOR THE RECEIVER**

A. Cotten Wright, the duly-appointed receiver (the “Receiver”) for Horizon Private Equity, III, LLC (“Horizon”) and certain assets of John J. Woods (“Woods”) in the above-captioned civil action (this “Case”), hereby submits this *Fourth Application for Compensation for Great Neck Realty Company of North Carolina, LLC, Real Estate Advisor for the Receiver*, for the period of July 1, 2022 through September 30, 2022 (the “Application Period”), and respectfully represents as follows:

1. On August 20, 2021, the U.S. Securities and Exchange Commission (the “Plaintiff”) filed a *Complaint* (Doc. No. 1) against Woods, Horizon, and Livingston Group Asset Management Company alleging violations of the Securities Act of 1933, the Securities and Exchange Act of 1934, the Investment Advisers Act of 1940, and various regulations promulgated thereunder, thereby initiating this Case. On September 1, 2021, the Court entered its *Order Appointing Receiver* (the “Receivership Order”) appointing the Receiver to perform certain duties as set forth in that Order.<sup>1</sup> (Doc. No. 26).

2. Pursuant to the Receivership Order, the Receiver is authorized to retain professionals, including real estate advisors, to assist in carrying out her duties as Receiver. (Doc. No. 26, pg. 6). On October 27, 2021, the Court entered an Order authorizing the Receiver to employ Great Neck Realty Company of North Carolina, LLC (“Great Neck”) as real estate advisors for the Receivership estate.

3. Attached hereto as **Exhibit A** is documentation itemizing the fees and expenses incurred by Great Neck in connection with its representation of the Receiver for the Application Period. The Receiver contends that Great Neck has spent the following time in performing the services referred to herein as real estate advisors for the Receiver, and she is informed and believes that Great Necks’

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<sup>1</sup> The Receivership Order was amended on September 9, 2021 to correct certain typographical errors. (Doc. No. 53).

services rendered as real estate advisors for the Receiver are reasonably worth the sum as set forth below and that Great Neck should be allowed and paid said sum as fees and as a cost of this estate:

<b>Professional</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Blake Hauk	26.75	\$285	\$7,623.75
Rob Tramantano	27.75	\$285	\$7,908.75
Total:			<b>\$15,532.50</b>
Expenses			\$ 0.00
<b>Total Fees &amp; Expenses:</b>			<b>\$15,532.50</b>

4. This is the fourth fee application for Great Neck filed in this matter.

5. The Receiver respectfully submits that the services for which Great Neck seeks compensation were necessary for, and beneficial to, the orderly administration of the Receivership Estate.

WHEREFORE, the Receiver prays that the Court will enter an Order allowing compensation of **\$15,532.50** and reimbursement of expenses of **\$0.00** to Great Neck as real estate advisors for the Receiver; authorizing the payment of any allowed fees and expenses from the funds of the Receivership estate in accordance with the SEC Guidelines and Billing Instructions; and granting such further relief as is just and proper.

Dated this 19<sup>th</sup> day of October, 2022.

/s/ A. Cotten Wright

A. Cotten Wright (State Bar No. 28162)

Grier Wright Martinez, PA

521 E. Morehead St., Ste. 440

Charlotte, NC 28202

Phone: 704.375.3720

Fax: 704.332.0215

[cwright@grierlaw.com](mailto:cwright@grierlaw.com)

*Attorneys for the Receiver*

/s/ W. Russell Patterson, Jr.

W. Russell Patterson, Jr. Georgia Bar No. 566920

Ragsdale Beals Seigler Patterson & Gray, LLP

229 Peachtree St., NE, Suite 2400

Atlanta, GA 30303-1629

(404) 588-0500

[wrpjr@rbspg.com](mailto:wrpjr@rbspg.com)

*Attorneys for the Receiver*

Exhibit A – Summary of Prior Fee Applications

Exhibit B – Great Necks' Invoice for Application Period

Exhibit C – Receiver's Certification

**EXHIBIT A**  
Summary of Prior Fee Applications

<b>Document</b>	<b>Interim Fee Application Date and Doc. No.</b>	<b>Period Covered</b>	<b>Fees Requested/Allowed</b>	<b>Expenses Requested/Allowed</b>	<b>Order Approving Interim Application</b>
1 <sup>st</sup> Interim	01/20/2022 Doc. No. 136	10/26//2021 – 12/31/2021	\$18,311.25	\$0.00	Doc. No. 157 02/14/2022
2 <sup>nd</sup> Interim	04/22/2022 Doc. No. 192	1/1/2022- 03/31/2022	\$19,522.51	\$0.00	Doc. No. 206 5/13/2022
3 <sup>rd</sup> Interim	07/25/2022 Doc. No. 247	4/1/2022- 6/30/2022	\$12,041.25	\$0.00	Doc. No. 267 8/18/2022



## Client Copy

July 31, 2022

Invoice #09

Cotten Wright  
Receiver to Horizon Private Equity III, LLC  
C/o Grier Wright Martinez  
521 E. Morehead Street, Suite 440  
Charlotte, NC 28202

**PLEASE REMIT TO:**

**VIA MAIL:**

Great Neck Realty Co.  
1011 S. Hamilton Road,  
Suite 300  
Chapel Hill, NC 27517

**ACH / WIRE  
INSTRUCTIONS:**

First Horizon Bank  
Memphis, TN  
ABA# 084000026  
A/C# 220001864023

Billing for professional services rendered  
for the period of July 2022

<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Blake Hauk	8.50	\$ 285.00	\$ 2,422.50
Rob Tramantano	7.00	\$ 285.00	\$ 1,995.00
Total Fees			\$ 4,417.50
<b>Total Balance Due</b>			<b>\$ 4,417.50</b>

Exhibit B

Great Neck Realty Co.  
 1011 S. Hamilton Road  
 Suite 300  
 Chapel Hill, NC 27517

Cotten Wright  
 Receiver to Horizon Private Equity III,  
 LLC C/o Grier Wright Martinez  
 521 E. Morehead Street, Suite 440  
 Charlotte, NC 28202

July 31, 2022

File #: 14-167-001  
 Inv #: 09

	<b>DESCRIPTION</b>	<b>HOURS</b>	<b>AMOUNT</b>	<b>CONSULTANT</b>
Jul-01-22	Call with Clint Wolford.	0.25	71.25	BH
Jul-05-22	Call with Bassam Issa concerning settlement agreement. Discussion surrounding CBL and their involvement.	0.50	142.50	BH
Jul-06-22	[0.5] Provided update to Receiver and Rob Tramantano on Wolford and Issa deals. Follow up email to Bassam Issa. [0.75] Call with Clint Wolford to discuss global settlement on properties he is involved with. Worked through each asset and the bank's involved.	1.25	356.25	BH
Jul-07-22	Drafting of assessment re: BI Developments sites.	4.50	1,282.50	RT
Jul-11-22	Communication with Bassam Issa concerning CBL and the execution of the settlement agreement. Spoke to Rob Tramantano concerning valuation on assets.	0.75	213.75	BH
Jul-12-22	Communication with Bassam Issa concerning agreement. Call with First Volunteer Bank's lawyer concerning loan balances. Update with Receiver.	1.00	285.00	BH
Jul-19-22	Prepare final draft of assessment re: BI Developments sites.	2.00	570.00	RT



<u>Exhibit B</u>				
Jul-25-22	Update with Rob Tramantano concerning Bassam Issa deal and request from Receiver.	0.50	142.50	BH
Jul-26-22	Multiple calls regarding Bassam Issa transaction pertaining to the unsigned Operating Agreement between Woods and Mr. Issa. In depth discussion concerning JV Agreement and process of partnership. Worked through Logan's parcel completely.	1.50	427.50	BH
Jul-27-22	Finalized assessment for BI Developments sites; sent to Receiver and Anna Gorman.	0.50	142.50	RT
	[0.5] Call with Clint Wolford concerning global settlement [0.75] Follow up call with Mr. Issa concerning Logan's lot and the potential need for a formal statement. Revisited the overall transaction and how assets transferred. Updated Anna Gorman	1.25	356.25	BH
Jul-28-22	[0.75] Call with Clint Wolford to walk through numbers involved in settlement offer [0.75] Review of email proposing a global settlement from Clint Wolford. Call with Anna Gorman about pending offer. Email communication with Receivership Team. Follow up call with Mr. Wolford	1.50	427.50	BH
	Totals	15.50	<u>\$4,417.50</u>	
<b>Total Fee &amp; Disbursements</b>			<u><b>\$4,417.50</b></u>	



## Client Copy

August 31, 2022

Invoice # 10

Cotten Wright  
Receiver to Horizon Private Equity III, LLC  
C/o Grier Wright Martinez  
521 E. Morehead Street, Suite 440  
Charlotte, NC 28202

**PLEASE REMIT TO:**

**VIA MAIL:**

Great Neck Realty Co.  
1011 S. Hamilton Road,  
Suite 300  
Chapel Hill, NC 27517

**ACH / WIRE  
INSTRUCTIONS:**

First Horizon Bank  
Memphis, TN  
ABA# 084000026  
A/C# 220001864023

Billing for professional services rendered  
for the period of August 2022

<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Blake Hauk	16.25	\$ 285.00	\$ 4,631.25
Rob Tramantano	6.75	\$ 285.00	\$ 1,923.75
Total Fees			\$ 6,555.00
<b>Total Balance Due</b>			<b>\$ 6,555.00</b>

Exhibit B

Great Neck Realty Co.  
1011 S. Hamilton Road  
Suite 300  
Chapel Hill, NC 27517

Cotten Wright  
Receiver to Horizon Private Equity  
III, LLC C/o Grier Wright Martinez  
521 E. Morehead Street, Suite 440  
Charlotte, NC 28202

August 31, 2022

File #: 14-167-001  
Inv #: 10

DATE	DESCRIPTION	HOURS	AMOUNT	CONSULTANT
Aug-08-22	Call with Clint Wolford	0.25	71.25	BH
Aug-09-22	Call with Blake Hawk to discuss Clint Wolford assets, followed by call with Blake Hawk and Clint Wolford to discuss offer on per-property basis.	1.75	498.75	RT
	[0.25] Call with Rob Tramantano reviewing values on Wolford offer [0.25] Call with Clint Wolford [1.5] Review of each asset and values for the properties owned jointly with Woods and Clint Wolford.	2.00	570.00	BH
Aug-11-22	Review notes from 8/9 call and send recap to Clint Wolford along with request for updated property info.	0.50	142.50	RT
Aug-15-22	Call with Clint Wolford concerning his settlement offer.	0.25	71.25	BH
Aug-17-22	Call with Anna Gorman to discuss Motion re: BI Developments assets; follow-up review of prior appraisals of BI Developments I and II sites; email follow-up to Anna Gorman re: assessment vs. prior appraised values.	0.50	142.50	RT
	Communication with Clint Wolford, unhappy about timing of process.	0.25	71.25	BH

Exhibit B				
Aug-18-22	Call with Clint Wolford about values of his interest in properties and timing of process.	0.50	142.50	BH
Aug-19-22	Review email correspondence from Receiver; call with Receiver to discuss BI Developments motion; follow-up review of BI Developments appraisals.	0.50	142.50	RT
	Call with Bassam Issa regarding potential activity on North Gate properties. Emails and communication with Rob Tramantano and Receiver's office concerning complaint regarding settlement with Mr. Issa.	0.75	213.75	BH
Aug-22-22	Calls with Blake Hauk and Receiver to discuss BI Developments motion; follow-up call to local broker to discuss BI Developments assessment.	0.50	142.50	RT
	Call with Bassam Issa concerning extension of objection period and matters related to value of assets. Follow up call with Rob Tramantano.	0.75	213.75	BH
Aug-23-22	Call with local brokers to further discuss BI Developments assessment, market conditions, etc.	0.50	142.50	RT
	Call with Bassam Issa concerning email they (Bassam and CBL) will be sending later this afternoon. Updated Rob Tramantano. Review of data sent by CBL to Receiver and myself.	1.00	285.00	BH
Aug-24-22	Review of correspondence re: liabilities associated with BI Developments I and II assets; follow-up call with Receiver to discuss.	0.50	142.50	RT
	[0.5] Updates on Bassam Issa proposal, communication with Rob Tramantano concerning wishes from the Receiver. Communication with Bassam Issa, call arranged for August 25th at 8:30am. [0.75] Conversation with Mr. Smith concerning interest in assets held by the Receiver. Made arrangements for a site visit on August 25th.	1.25	356.25	BH
Aug-25-22	Calls and email correspondence with Blake Hauk and Receiver to discuss BI Developments motion.	1.00	285.00	RT
	[0.5] Call with Clint Wolford concerning Sears and JC Penny assets. Potential buyers group	7.75	2,208.75	BH

**Exhibit B**

circling. [6.25] Trip to Chattanooga and Fort Oglethorpe to review all of the Receiver's assets with a potential buyer. Update with Rob Tramantano. [0.25] Call with Justin Sveadas. Justin called looking for an update in the settlement discussions with Issa and Wolford. His client, the bank, is wanting to stay on top of the situation. [0.25] Call with Receiver concerning data provided by Brad Hendrix at CBL. Crafted email to Bassam Issa asking for clarity in the information and more details. [0.5] Call with Bassam Issa seeking highest and best bid on the Woods equity position. Update email to the Receiver.

Aug-29-22	Review Notice of No Objection to BI Developments motion; calls with Blake Hauk and Anna Gorman to discuss next steps.	0.75	213.75	RT
	Call with Rob Tramantano concerning the Bassam Issa transaction and letter to court from Wood's lawyer. Follow up call with Anna Gorman.	0.50	142.50	BH
Aug-30-22	[0.5] Series of emails and calls with Clint Wolford concerning Sears and JC Penny deals. Also quick call with Anna Gorman with update on situation. [0.5] Call from Clint Woods concerning the Bassam Issa transaction and interest in assets. Suggested his legal counsel reach out to the Receiver. Update to Rob Tramantano.	1.00	285.00	BH
Aug-31-22	Call with Blake Hauk and Bassam Issa re: sale of BI Developments interest.	0.25	71.25	RT
	Totals	23.00	<u>\$6,555.00</u>	

**Total Fee & Disbursements****\$6,555.00**



## Client Copy

September 30, 2022

Invoice #11

Cotten Wright  
Receiver to Horizon Private Equity III, LLC  
C/o Grier Wright Martinez  
521 E. Morehead Street, Suite 440  
Charlotte, NC 28202

**PLEASE REMIT TO:**

**VIA MAIL:**

Great Neck Realty Co.  
1011 S. Hamilton Road,  
Suite 300  
Chapel Hill, NC 27517

**ACH / WIRE  
INSTRUCTIONS:**

First Horizon Bank  
Memphis, TN  
ABA# 084000026  
A/C# 220001864023

Billing for professional services rendered  
for the period of September 2022

<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Blake Hauk	2.00	\$ 285.00	\$ 570.00
Rob Tramantano	14.00	\$ 285.00	\$ 3,990.00
Total Fees			\$ 4,560.00
<b>Total Balance Due</b>			<b>\$ 4,560.00</b>

Exhibit B

Great Neck Realty Co.  
1011 S. Hamilton Road  
Suite 300  
Chapel Hill, NC 27517

Cotten Wright  
Receiver to Horizon Private Equity  
III, LLC C/o Grier Wright Martinez  
521 E. Morehead Street, Suite 440  
Charlotte, NC 28202

September 30, 2022

File #: 14-167-001  
Inv #: 11

	DESCRIPTION	HOURS	AMOUNT	CONSULTANT
Sep-01-22	Review of revised agreement in connection with BI Developments interests; follow up re: execution by First Volunteer Bank.	0.50	142.50	RT
Sep-02-22	Communication with Justin Sveadas concerning his client executing new agreement with CBL and Bassam Issa.	0.25	71.25	BH
Sep-08-22	Pulled comps and market reports re: Clint Wolford sites.	2.50	712.50	RT
Sep-20-22	Pull comps and market data, prepare draft assessment of remaining real property assets.	3.00	855.00	RT
Sep-21-22	Additional market research, pulling comps for assessment of value on remaining real property.	2.50	712.50	RT
Sep-23-22	Review comps and market data re: remaining real estate assets; calls with Blake Hauk and Anna Gorman to provide updates.	0.75	213.75	RT
	Conversations surrounding settlement offer with Clint Wolford and call with Wolford to discuss.	0.50	142.50	BH
Sep-28-22	Prep for call with Clint Wolford and Blake Hauk, followed by call to discuss latest offer and status; call with Receiver and Anna Gorman to provide update.	2.75	783.75	RT

Exhibit B

	Call with Clint Wolford, his CPA and Rob Tramantano. Also prep for call and review of summery of properties.	1.25	356.25	BH
Sep-30-22	Review of correspondence and accounting provided by Anna Gorman and Receiver re: real estate entities; review of additional data and updates provided by Clint Wolford; follow up with Anna Gorman, Receiver and Clint Wolford re: open items and back-up to data provided.	2.00	570.00	RT
	Totals	16.00	<hr/> \$4,560.00	

\$

**Total Fee**

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**\$4,560.00**



**EXHIBIT C**

**Receiver's Certification**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION**

**SECURITIES AND EXCHANGE  
COMMISSION,**

**Plaintiff,**

**v.**

**JOHN J. WOODS, ET AL.,**

**Defendants,**

Civil Action No.  
1:21-cv-3413-SDG

**RECEIVER’S CERTIFICATION IN SUPPORT OF  
FOURTH APPLICATION FOR COMPENSATION TO  
GREAT NECK REALTYCOMPANY OF NORTH CAROLINA, LLC  
REAL ESTATE ADVISOR FOR THE RECEIVER**

A. Cotten Wright, the Receiver for the estates of the Receivership Defendants herein, hereby certifies as follows with respect to the *Fourth Application for Compensation for Great Neck Realty Company of North Carolina, LLC, Real Estate Advisor for the Receiver* and the invoice attached thereto as Exhibit B:

1. This Certification is made in compliance with the Billing Instructions for Receivers in Civil Actions Commenced by the U.S. Securities and Exchange Commission (the “SEC Guidelines”).

2. I am an attorney licensed to practice law in the State of North Carolina and the United States District Court for the Western District of North Carolina. I am a member of the law firm of Grier Wright Martinez, PA (“GWM”).

3. I have read and am familiar with Great Necks’ application for compensation and reimbursement of expenses for the period of July 1, 2022 through September 30, 2022 (the “Application”). To the best of my knowledge, information and belief formed after reasonable inquiry, the Application and all fees and expenses set forth therein are true and accurate and comply with the SEC Guidelines.

4. All fees contained in the Application are based on the rates listed in the Great Necks’ fee schedule included in Exhibit B, and such fees are reasonable, necessary and commensurate with the skill and experience required for the activity performed.

5. Great Neck has not included in the amount for which reimbursement is sought the amortization of the cost of any investment, equipment, or capital outlay in any request for expense reimbursement.

6. In seeking reimbursement for a service which Great Neck justifiably purchased or contracted for from a third party (such as copying, imaging, bulk mail, messenger service, overnight courier, computerized research, or title and lien

searches), Great Neck requests reimbursement only for the amount billed to Great Neck by the third-party vendor and paid by Great Neck to such vendor.

7. Great Neck does not seek payment for time spent preparing the Application or any documentation in support of the same.

This is the 19<sup>th</sup> day of October, 2022.

/s/ A. Cotten Wright  
A. Cotten Wright  
Receiver